SEALED DOCUMENT
EXHIBIT 1

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EXHIBIT 2

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EXHIBIT 3

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EXHIBIT 4

EXHIBIT 5

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

SCANSOFT, INC. Plaintiff, v. VOICE SIGNAL TECHNOLOGIES, INC., LAURENCE S. GILLICK, ROBERT S. ROTH, JONATHAN P. YAMRON, and MANFRED G. GRABHERR Defendants.	Civil Action No. 04-10353 PBS

DECLARATION OF RICHARD GOLDHOR, PhD.

I, Richard Goldhor, declare as follows.

1. I am a consultant in the speech and signal processing industry, in which I have worked for the past 28 years. I have designed and developed speech processing software for many companies, including speech recognition software for Kurzweil Applied Intelligence, Inc., a former leader in speech recognition research and development. I am also the inventor or co-inventor of several patents in the field of speech recognition. I have authored several publications on the design and integration of speech recognition technologies. I am currently principal and consultant of Grapevine Software, a consulting, research and development firm specializing in software development and speech research.

2. ScanSoft, Inc. ("ScanSoft") has asked me to comment on the general procedure of designing and developing source code for speech recognition technology.

3. Every speech recognition system must include a set of acoustic models in order to recognize speech. These acoustic models are prepared ahead of time in a process called "acoustic training" by a separate software program (the "acoustic training tool"). The acoustic training process, and the acoustic training tool that implements that process, are crucial to the performance of the recognizer.

4. Similarly, every large vocabulary speech recognition system designed for dictation must be supplied with a set of linguistic models, or language models, in order to recognize speech. These language models are also prepared ahead of time in a process called "language model development" by a separate software program (the "language model tool"). The language model creation process and the language model tool that implements that process are, like their acoustic equivalents, valuable intellectual property and crucial to the performance of the recognizer.

5. In the development of speech recognition technology, speech scientists typically draft preliminary design documents outlining the overall structure of a speech recognizer and plans for completing development. It seems implausible that a team comprised of prominent speech scientists would undertake the development of a speech recognizer without any blueprint for their design. And, it would be prudent of any software development company to determine the design of such a product *before* it assigned individuals to work on specific tasks.

6. One would expect similar design documents for each component of a speech recognizer. For example, I would expect scientists to draft design documents

pertaining specifically to the acoustic models and the language models to be used in the speech recognition system, and other design documents for the tools with which those models were to be created.

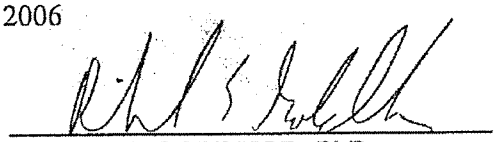
7. In addition to preliminary design documents, scientists typically draft documents that evalute progress along the way. These documents might come in the form of revised design and development plans, analysis of testing results, progress reports or discussion relating to the miss-hits or victories occurring along the development process.

8. It is standard practice that, as a complex speech recognition product and its associated toolsets are implemented and refined, they are constantly tested in order to evaluate performance, track progress, identify bugs, and identify areas that require additional revisions.

9. When speech scientists run the system in a test mode, a speech recognizer typically generates a large amount of debugging output in the form of test result log files that allow the cause of errors to be pinpointed and resolved.

10. In a similar fashion, test scripts are also typically constructed for evaluating each new version of the acoustic and language model building tools. When these scripts are run, they generate extensive documentation in the form of test result log files.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT. EXECUTED ON May 1, 2006



RICHARD GOLDHOR, PhD.

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EXHIBIT 13

EXHIBIT 14

Courtney Quish

From: Lisa Fleming
Sent: Thursday, March 30, 2006 7:01 PM
To: 'Prof. Dr. Hermann Ney'
Cc: Lee Carl Bromberg; Erik Belt; Brad Lawrence; 'Columbia, Sarah'; 'McKenna, Christopher J.'
Subject: Nuance v. VST

Attachments: Lisa Fleming.vcf

Dear Professor Ney:

As we discussed during your visit last Friday, ScanSoft's designated counsel Brad Lawrence is reviewing VST's source code in order to provide you with specific locations you should review for evidence of VST's use and implementation of ScanSoft's trade secret techniques.

As you predicted, the source code is voluminous and Mr. Lawrence's review is time-intensive. In addition, the source code provided by VST appears to have numerous releases of products without identifying information about the various releases.

In order to meet our deadline of 7 April to provide you with source code locations, we hope you agree that we would be greatly assisted if VST could provide answers to the following questions regarding the VST source code:

1. There appear to be several releases of the source code and within each release, there are hundreds of "main" functions in the source code. Please provide a table that briefly describes each release of the code and the functions of each of the programs.
2. For each of the supplied VST releases please indicate whether the acoustic or word models it employs store any statistics on the expected or modeled duration of phonetic elements or states, including any model elements whose calculated values are in fact dependent on the observed durations of segments in the speech corpora from which such models are constructed. Please provide the C++ structure or class element names, database field names, or similar identifying information for all such information. Please indicate the name of each C++ structure or class element in which such information resides during recognition.
3. For each of the supplied VST releases please specify the C++ function, routine, or class method within which the top-level recognition (decoding) of a single spoken utterance is specified.
4. For each of the supplied VST releases please indicate whether it employs Viterbi decoding. If it does, please provide the name of the top-level C++ function, routine, or class method that implements the Viterbi decoding algorithm.

We believe that answers to these questions will facilitate Mr. Lawrence's review of the VST source code and that ultimately you may need answers to these questions to analyze the portions of the code to which we direct you. We therefore request that you submit these questions to VST's counsel with a request for prompt responses directed to Mr. Lawrence so that we can meet our 7 April deadline to you.

Of course, we are available to discuss this matter with you by telephone if you would like.

Best regards.

Lisa M. Fleming
Partner